

INFORMATION TO SHAREHOLDERS IN CONNECTION WITH THE LIMITED PUBLIC OFFERING II FOR ADDITIONAL CAPITAL BY WAY OF ISSUANCE OF PREEMPTIVE RIGHTS ("PUT II")

THIS INFORMATION IS SUBJECT TO ADDITIONS AND/OR CHANGES THE SECURITIES REGISTRATION STATEMENT HAS BEEN SUBMITTED TO THE FINANCIAL SERVICES AUTHORITY ("FSA"), HOWEVER, THE EFFECTIVE STATEMENT FROM THE FSA HAS NOT BEEN OBTAINED. THE SECURITIES SHALL NOT BE TRADABLE UNTIL THE REGISTRATION STATEMENT SUBMITTED TO THE FSA HAS BECOME EFFECTIVE. THE SUBSCRIPTION OF SECURITIES SHALL BE CONDUCTED SOLELY AFTER THE PROSPECTIVE BUYERS OR SUBSCRIBERS HAVE RECEIVED OR HAVE THE OPPORTUNITY TO READ THE PROSPECTUS.

THE FINANCIAL SERVICES AUTHORITY (OTORITAS JASA KEUANGAN, "OJK") NEITHER GIVES ITS APPROVAL OR DISAPPROVAL ON THE SECURITIES, NOR DOES THE OJK CONFIRM THE ACCURACY OR COMPLETENESS OF THE CONTENT OF THIS PROSPECTUS ANY STATEMENT IN CONTRARY TO THE ABOVE SHALL CONSTITUTE AN UNLAWFUL ACT.

PT BARITO PACIFIC Tbk ("THE COMPANY") SHALL BE FULLY RESPONSIBLE FOR THE ACCURACY OF ALL MATERIAL INFORMATION OR FACTS, AND THE TRUTHFULNESS OF OPINIONS STATED IN THIS PROSPECTUS.



PT BARITO PACIFIC Tbk

Main Business Activities:

Engaged in the Forestry Plantation, Mining, Manufacturing, Property, Trade, Renewable Energy and Transportation Sectors

Domiciling in West Jakarta, Indonesia

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LIMITED PUBLIC OFFERING II FOR ADDITIONAL CAPITAL WITH PREEMPTIVE RIGHTS ("PUT II") TO THE COMPANY'S SHAREHOLDERS

The Company shall offer a maximum of 4,399,777,259 (four billion three hundred ninety nine million seven hundred seventy seven thousand two hundred fifty nine) New Shares with a nominal value of Rp500 (five hundred Rupiah) per share ("Right Shares"). Each holder of 63 (sixty three) shares whose name is registered in the Company's Shareholder Register ("SR") as of June 5, 2018, at 16.00 Western Indonesian Time shall be entitled to 20 (twenty) Preemptive Rights, where every 1 (one) Preemptive Right shall provide the holder with the right to subscribe 1 (one) New Share at an Exercise price of Rp2,330 (two thousand three hundred thirty Rupiah), which shall be fully paid upon submission of the application to exercise the Preemptive Rights. The estimated total proceeds to be received by the Company from the PUT II shall be up to Rp10,251,481,013,470 (ten trillion two hundred fifty one billion four hundred eighty one million thirteen thousand four hundred seventy Rupiah).

The total shares offered in the PUT II by way of issuance of Preemptive Rights shall be the maximum number of shares to be entirely issued from portfolio and shall be listed on the IDX with due considerations to the prevailing laws and regulations. The New Shares from the Exercise of Preemptive Rights shall have the same and equal rights in all matters, including the right to receive dividend distribution, with the Company's other issued and fully paid-up shares. Every Preemptive Right in fractional form shall be rounded down. In accordance with the provisions of FSA Regulation No. 32/POJK.04/2015 dated December 22, 2015, concerning the Form and Content of Prospectus in connection with Additional Capital of Public Companies with Preemptive Rights ("FSAR No. 32/2015"), in the event that shareholders own Preemptive Rights in fractional form, the rights over such fraction of securities must be sold by the Company, and the proceeds of such sales shall be deposited to the Company's account.

Prajogo Pangestu, as the Company's majority shareholder shall exercise all of Preemptive Rights to which he is entitled to in this PUT II, which amounts to 3,154,779,303 (three billion one hundred fifty four million seven hundred seventy nine thousand three hundred and three) Preemptive Rights.

If the New Shares offered in the PUT II are not entirely subscribed/purchased by the Preemptive Right Holders, the remaining shall be allocated to other Preemptive Right holders that have submitted additional subscriptions in addition to their entitlement, as stated on the Preemptive Right Certificates of Additional Share Subscription Form, in proportion to the exercised rights.

Simultaneously with the PUT II, the Company shall issue a maximum of 1,099,944,315 (one billion ninety nine million nine hundred forty four thousand three hundred fifteen) Series I Warrants, which represent 7.88% (seven point eighty eight percent) of the total issued and paid-up capital as of the submission of the registration statement of PUT II. Every 4 (four) Right Shares shall be accompanied by 1 (one) Series I Warrant for the Preemptive Right holders exercising their rights. Each holder of 1 (one) Series I Warrant shall be entitled to purchase 1 (one) share of the Company, and each Series I Warrant may be exercised in accordance with the following conditions:

- The Exercise Window I shall commence from July 1, 2019, until June 30, 2020, with the Exercise Price for the Warrant Exercise Window I of Rp1,864 (one thousand eight hundred sixty four Rupiah) per share;
- The Exercise Window II shall commence from July 1, 2020, until June 3, 2021, with the Exercise Price for the Warrant Exercise Window II of Rp2,330 (two thousand three hundred thirty Rupiah) per share.

Therefore, the maximum value of Series I Warrants shall be Rp2,562,870,253,950 (two trillion five hundred sixty two billion eight hundred seventy million two hundred fifty three thousand nine hundred fifty Rupiah).

In the event that the Series I Warrants are not exercised until the end of Exercise Window II, such Series I warrants shall be expired, without value and void. The shares issued from the exercise of Preemptive Rights and the Series I Warrants offered in PUT II shall entirely consist of shares issued from the Company's portfolio and shall be listed on the Indonesia Stock Exchange. The shares to be issued in connection with the issuance of Series I Warrants shall have the same and equal rights in all matters with the Company's other issued and fully paid-up shares, namely the rights related to shares, including the right to cast vote in a General Meeting of Shareholders ("GMS"), the right to receive dividend distribution and bonus share distributions and preemptive rights.

THE PREEMPTIVE RIGHTS SHALL BE LISTED ON PT BURSA EFEK INDONESIA ("IDX"). THE PREEMPTIVE RIGHTS SHALL BE TRADABLE ON OR OUTSIDE THE IDX FOR A PERIOD OF NO LESS THAN 5 (FIVE) BUSINESS DAYS FROM JUNE 7, 2018, UP TO JUNE 22, 2018. THE RIGHT SHARES SHALL BE LISTED ON THE IDX ON JUNE 7, 2018. THE LAST DATE TO EXERCISE THE PREEMPTIVE RIGHTS SHALL BE JUNE 22, 2018. PREEMPTIVE RIGHTS THAT ARE NOT EXERCISED ON SUCH DATE SHALL BE NULL AND VOID.

IMPORTANT NOTICE TO SHAREHOLDERS

THE PERCENTAGE OF SHARE OWNERSHIP OF EXISTING SHAREHOLDERS WHO DO NOT EXERCISE THEIR RIGHTS TO PURCHASE THE NEW SHARES OFFERED IN THE PUT II SHALL BE SUBJECT TO A MAXIMUM DILUTION OF 23.96% (TWENTY THREE POINT NINETY SIX PERCENT).

THE COMPANY'S MAIN RISK EXPOSURE IS CORRELATED WITH ITS SUBSIDIARIES' MAIN RISK, NAMELY THE CYCLICAL NATURE OF PETROCHEMICAL INDUSTRY THAT MAY MATERIALLY AFFECT THE COMPANY'S PROFITABILITY AND SUBJECT THE COMPANY TO LOSSES. OTHER RISK THAT SHAREHOLDERS MAY BE EXPOSED TO IS THE RISK OF PRICE AND ILLIQUIDITY OF THE COMPANY'S SHARES. FURTHER INFORMATION CONSIDERING BUSINESS RISK IS AVAILABLE IN CHAPTER V OF THE PROSPECTUS.

THE COMPANY SHALL NOT ISSUE A COLLECTIVE SHARE CERTIFICATE IN THIS PUT II, HOWEVER, THE SHARES SHALL BE ELECTRONICALLY DISTRIBUTED AND ADMINISTERED IN THE COLLECTIVE DEPOSITORY OF PT KUSTODIAN SENTRAL EFEK INDONESIA ("KSEI").

This Information to Shareholder is issued in Jakarta on May 23, 2018

INDICATIVE SCHEDULE

Effective Date of the Registration Statement	May 22, 2018
Last Trading Date of Shares with Preemptive Rights (Cum-Right) on:	
- Regular and Negotiated Market	May 30, 2018
- Money market	June 5, 2018
Last Trading Date of Shares without Preemptive Rights (Ex-Right) on:	
- Regular and Negotiated Market	May 31, 2018
- Money market	June 6, 2018
Recording Date	June 5, 2018
Preemptive Right Distribution Date	June 6, 2018
Listing Date of New Right Shares on the IDX	June 7, 2018
Preemptive Right Trading Date	June 7-22, 2018
Preemptive Right Exercise Date	June 7-22, 2018
Delivery of Shares from Exercised Preemptive Rights	June 20-26, 2018
Last date of payment of Additional Share subscriptions	June 26, 2018
Allotment Date of Additional Share subscriptions	June 27, 2018
Refund Date of unfulfilled Additional Share subscriptions	June 29, 2018
Series I Warrant Trading Period on:	
- Regular and Negotiated Market	June 7, 2018 – May 27, 2021
- Money market	June 7, 2018 – June 2, 2021
Series I Warrant Exercise Period I	July 1, 2019 - June 30, 2020
Series I Warrant Exercise Period II	July 1, 2020 - June 3, 2021

LIMITED PUBLIC OFFERING II (“PUT II”)

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The total shares offered in the PUT II by way of issuance of Preemptive Rights shall be the maximum number of shares to be entirely issued from portfolio and shall be listed on the IDX with due considerations to the prevailing laws and regulations. The New Shares from the Exercise of Preemptive Rights shall have the same and equal rights in all matters, including the right to receive dividend distribution, with the Company’s other issued and fully paid-up shares. Every Preemptive Right in fractional form shall be rounded down. In accordance with the provisions of FSA Regulation No. 32/POJK.04/2015 dated December 22, 2015, concerning the Form and Content of Prospectus in connection with Additional Capital of Public Companies with Preemptive Rights (“FSAR No. 32/2015”), in the event that shareholders own Preemptive Rights in fractional form, the rights over such fraction of securities must be sold by the Company, and the proceeds of such sales shall be deposited to the Company’s account.

Prajogo Pangestu, as the Company’s majority shareholder shall exercise all of Preemptive Rights to which he is entitled to in this PUT II, which amounts to 3,154,779,303 (three billion one hundred fifty four million seven hundred seventy nine thousand three hundred and three) Preemptive Rights.

If the New Shares offered in the PUT II are not entirely subscribed/purchased by the Preemptive Right Holders, the remaining shall be allocated to other Preemptive Right holders that have submitted additional subscriptions in addition to their entitlement, as stated on the Preemptive Right Certificates of Additional Share Subscription Form, in proportion to the exercised rights.

Simultaneously with the PUT II, the Company shall issue a maximum of 1,099,944,315 (one billion ninety nine million nine hundred forty four thousand three hundred fifteen) Series I Warrants, which represent 7.88% (seven point eighty eight percent) of the total issued and paid-up capital as of the submission of the registration statement of PUT II. Every 4 (four) Right Shares shall be accompanied by 1 (one) Series I Warrant for the Preemptive Right holders exercising their rights. Each holder of 1 (one) Series I Warrant shall be entitled to purchase 1 (one) share of the Company, and each Series I Warrant may be exercised in accordance with the following conditions:

- The Exercise Window I shall commence from July 1, 2019, until June 30, 2020, with the Exercise Price for the Warrant Exercise Window I of Rp1,864 (one thousand eight hundred sixty four Rupiah) per share;
- The Exercise Window II shall commence from July 1, 2020, until June 3, 2021, with the Exercise Price for the Warrant Exercise Window II of Rp2,330 (two thousand three hundred thirty Rupiah) per share.

Therefore, the maximum value of Series I Warrants shall be Rp2,562,870,253,950 (two trillion five hundred sixty two billion eight hundred seventy million two hundred fifty three thousand nine hundred fifty Rupiah).

In the event that the Series I Warrants are not exercised until the end of Exercise Window II, such Series I warrants shall be expired, without value and void. The shares issued from the exercise of Preemptive Rights and the Series I Warrants offered in PUT II shall entirely consist of shares issued from the Company's portfolio and shall be listed on the Indonesia Stock Exchange. The shares to be issued in connection with the issuance of Series I Warrants shall have the same and equal rights in all matters with the Company's other issued and fully paid-up shares, namely the rights related to shares, including the right to cast vote in a General Meeting of Shareholders ("GMS"), the right to receive dividend distribution and bonus share distributions and preemptive rights.

The Company's Capital Structure and Shareholder Composition

The Company's capital structure and shareholder composition based on the Shareholder Register as of May 16, 2018, issued by PT Sirca Datapro Perdana as the Securities Administration Bureau appointed by the Company are as follows:

Description and Information	Nominal Value of Rp500 per share		(%)
	Total Shares	Total Nominal Value (Rp)	
Authorized Capital	55,800,000,000	27,900,000,000,000	
Issued and Paid-Up Capital			
Prajogo Pangestu	9,937,554,806	4,968,777,403,000	71.19
PT Barito Pacific Lumber	202,293,800	101,146,900,000	1.45
PT Tunggal Setia Pratama	64,120,000	32,060,000,000	0.46
Agus Salim Pangestu	74,666	37,333,000	0.00
Others < 5%	3,655,255,096	1,827,627,548,000	26.18
Sub-total	13,859,298,368	6,929,649,184,000	99.28
Treasury Stock	100,487,200	50,243,600,000	0.72
Total Issued and Paid-Up Capital	13,959,785,568	6,979,892,784,000	100.00
Shares in Portfolio	41,840,214,432	20,920,107,216,000	

Assuming that all of the Company's shareholders exercise their Preemptive Rights in this PUT II, the Company's proforma capital structure and shareholder composition prior and subsequent to the PUT II would be as follows:

Description and Information	Prior to PUT II			Subsequent to PUT II		
	Nominal Value of Rp500 per share			Nominal Value of Rp500 per share		
	Total Shares	Total Nominal Value (Rp)	(%)	Total Shares	Total Nominal Value (Rp)	(%)
Authorized Capital	55,800,000,000	27,900,000,000,000		55,800,000,000	27,900,000,000,000	
Issued and Paid-Up Capital						
Prajogo Pangestu	9,937,554,806	4,968,777,403,000	71.19%	13,092,334,109	6,546,167,054,500	71.31%
PT Barito Pacific Lumber	202,293,800	101,146,900,000	1.45%	266,514,053	133,257,026,500	1.45%
PT Tunggal Setia Pratama	64,120,000	32,060,000,000	0.46%	84,475,556	42,237,778,000	0.46%
Agus Salim Pangestu	74,666	37,333,000	0.00%	98,369	49,184,500	0.00%
Others < 5%	3,655,255,096	1,827,627,548,000	26.18%	4,815,653,540	2,407,826,770,000	26.23%
Sub-total	13,859,298,368	6,929,649,184,000	99.28%	18,259,075,627	9,129,537,813,500	99.45%
Treasury Stock	100,487,200	50,243,600,000	0.72%	100,487,200	50,243,600,000	0.55%
Total Issued and Paid-Up Capital	13,959,785,568	6,979,892,784,000	100%	18,359,562,827	9,179,781,413,500	100%
Shares in Portfolio	41,840,214,432	20,920,107,216,000		37,440,437,173	18,720,218,586,500	

In the event (i) All shareholders, except for Prajogo Pangestu, do not exercise the Preemptive Rights for which they are entitled to, and (ii) Prajogo Pangestu exercises all of Preemptive Rights to which he is entitled to in this PUT II , the Company's proforma capital structure and shareholder composition subsequent to the price adjustment would be as follows:

Description and Information	Nominal Value of Rp500 per share			Nominal Value of Rp500 per share		
	Total Shares	Total Nominal Value (Rp)	(%)	Total Shares	Total Nominal Value (Rp)	(%)
Authorized Capital	55,800,000,000	27,900,000,000,000		55,800,000,000	27,900,000,000,000	
Issued and Paid-Up Capital						
Prajogo Pangestu	9,937,554,806	4,968,777,403,000	71.19%	13,092,334,109	6,546,167,054,500	76.50%
PT Barito Pacific Lumber	202,293,800	101,146,900,000	1.45%	202,293,800	101,146,900,000	1.18%
PT Tunggal Setia Pratama	64,120,000	32,060,000,000	0.46%	64,120,000	32,060,000,000	0.37%
Agus Salim Pangestu	74,666	37,333,000	0.00%	74,666	37,333,000	0.00%
Others < 5%	3,655,255,096	1,827,627,548,000	26.18%	3,655,255,097	1,827,627,548,000	21.36%
Sub-total	13,859,298,368	6,929,649,184,000	99.28%	17,014,077,671	8,507,038,835,500	99.41%
Treasury Stock	100,487,200	50,243,600,000	0.72%	100,487,200	50,243,600,000	0.59%
Total Issued and Paid-Up Capital	13,959,785,568	6,979,892,784,000	100%	17,114,564,871	8,557,282,435,500	100.00%
Shares in Portfolio	41,840,214,432	20,920,107,216,000		38,685,435,129	19,342,717,564,500	

Simultaneously with the PUT II, the Company shall issue a maximum of 1,099,944,315 (one billion ninety nine million nine hundred forty four thousand three hundred fifteen) Series I Warrants, which represent 7.88% (seven point eighty eight percent) of the total issued and paid-up capital as of the submission of the registration statement of PUT II. Every 4 (four) Right Shares shall be accompanied by 1 (one) Series I Warrant for the Preemptive Right holders exercising their rights. Each holder of 1 (one) Series I Warrant shall be entitled to purchase 1 (one) share of the Company, and each Series I Warrant may be exercised in accordance with the following conditions:

- The Exercise Window I shall commence from July 1, 2019, until June 30, 2020, with the Exercise Price for the Warrant Exercise Window I of Rp1,864 (one thousand eight hundred sixty four Rupiah) per share;
- The Exercise Window II shall commence from July 1, 2020, until June 3, 2021, with the Exercise Price for the Warrant Exercise Window II of Rp2,330 (two thousand three hundred thirty Rupiah) per share.

Therefore, the maximum value of Series I Warrants shall be Rp2,562,870,253,950 (two trillion five hundred sixty two billion eight hundred seventy million two hundred fifty three thousand nine hundred fifty Rupiah).

In the event that the Series I Warrants are not exercised until the end of the exercise period, such Series I warrants shall be expired, without value and void. The shares issued from the exercise of Preemptive Rights and the Series I Warrants offered in PUT II shall entirely consist of shares issued from the Company's portfolio and shall be listed on the Indonesia Stock Exchange. The shares to be issued in connection with the issuance of Series I Warrants shall have the same and equal rights in all matters with the Company's other issued and fully paid-up shares, namely the rights related to shares, including the right to cast vote in a General Meeting of Shareholders ("GMS"), the right to receive dividend distribution and bonus share distributions and preemptive rights.

Assuming that the Preemptive Rights offered in this PUT II are entirely exercised by the Company's shareholders and assuming that the Series I Warrants are entirely exercised by the holders of Series I Warrants, the Company's proforma capital structure and shareholder composition prior and subsequent to the PUT II and subsequent to the exercise of the Series I Warrants shall be as follows:

Description and Information	Prior to Series I Warrants			Subsequent to Series I Warrants		
	Nominal Value of Rp500 per share			Nominal Value of Rp500 per share		
	Total Shares	Total Nominal Value (Rp)	(%)	Total Shares	Total Nominal Value (Rp)	(%)
Authorized Capital	55,800,000,000	27,900,000,000,000		55,800,000,000	27,900,000,000,000	
Issued and Paid-Up Capital						
Prajogo Pangestu	13,092,334,109	6,546,167,054,500	71.31%	13,881,028,935	6,940,514,467,500	71.33%
PT Barito Pacific Lumber	266,514,053	133,257,026,500	1.45%	282,569,116	141,284,558,000	1.45%
PT Tunggal Setia Pratama	84,475,556	42,237,778,000	0.46%	89,564,445	44,782,222,500	0.46%
Agus Salim Pangestu	98,369	49,184,500	0.00%	104,295	52,147,500	0.00%
Others < 5%	4,815,653,540	2,407,826,770,000	26.23%	5,105,753,151	2,552,876,575,500	26.24%
Sub-total	18,259,075,627	9,129,537,813,500	99.45%	19,359,019,942	9,679,509,971,000	99.48%
Treasury Stock	100,487,200	50,243,600,000	0.55%	100,487,200	50,243,600,000	0.52%
Total Issued and Paid-Up Capital	18,359,562,827	9,179,781,413,500	100.00%	19,459,507,142	9,729,753,571,000	100.00%
Shares in Portfolio	37,440,437,173	18,720,218,586,500		36,340,492,858	18,170,246,429,000	

Non-Cash Capital Contributions

Preemptive Rights shall be exercised by depositing a sum of money in exchange for the shares to be issued. Payment of such shares may be made in other forms than cash. Pursuant to FSAR 32/2015, non-cash capital contribution shall be subject to the following conditions:

- a. Directly related to the planned use of proceeds; and
- b. Using an appraiser to determine the fair value of non-cash articles used as payment of shares and the fairness of such non-cash capital contribution, where in accordance with the provisions of Article 9 paragraph (2) of FSAR 32/2015, the period between the appraisal date and the date of non-cash capital contribution shall be no longer than 6 (six) months.

With respect to non-cash capital contribution, Prajogo Pangestu's paid-in capital for the increase in the Company's capital shall be made in the form of 66.67% shares of Star Energy Group Holdings Pte Ltd. ("SEGHPL").

INFORMATION ON THE COMPANY'S SHARES

The following table presents the historical performance of the Company's shares on the Indonesia Stock Exchange, including the monthly highest price, lowest price, and trade volume for the last 12 (twelve) months, i.e., from April 2017 to March 2018:

No.	Month	Highest Price (Rp/share)	Lowest Price (Rp/share)	Total Trade Volume
1	March 2018	2,610	2,310	595,830,000
2	February 2018	2,700	2,340	493,480,000
3	January 2018	2,640	2,050	666,854,200
4	December 2017	2,440	2,240	506,275,300
5	November 2017	2,270	2,010	635,150,400
6	October 2017	2,040	1,840	788,544,800
7	September 2017	2,290	1,995	737,513,700
8	August 2017	1,980	1,740	802,550,700
9	July 2017	1,695	1,470	657,599,400
10	June 2017	1,665	1,410	615,143,600
11	May 2017	1,710	1,495	1,012,103,800
12	April 2017	1,835	1,560	974,794,000

Source: Bloomberg

ESTIMATED USE OF PROCEEDS FROM PUT II

All net proceeds received by the Company from PUT II, net of commissions, costs, and expenditures incurred in connection with the PUT II shall be used as follows:

1. Approximately USD520,687,193 shall be used to pay the outstanding purchase price, i.e., amounting to approximately in connection with the Acquisition Plan (as defined below) through the issuance of the Company's shares that shall be subscribed by Prajogo Pangestu through the delivery of his remaining interest in SEGHPL shares (non-cash capital contributions or *inbreng*); and
2. Any remaining proceeds available shall be used to finance the working capital needs of the Company's subsidiaries, which are PT Barito Wahana Lestari and/or PT Griya Idola, in the form of loans or investment in shares of the respective Subsidiaries.

Whereas the proceeds from the exercise of Series I Warrants, net of share issuance costs, shall be used to finance the Company's and/or its Subsidiaries working capital.

If the proceeds received through PUT II are not immediately used by the Company, then the Company shall place the net proceeds in current and/or savings account as well as time deposits in banks and financial institutions or invest the proceeds in other money market instruments, as seen fit by the Company's management.

In accordance with the FSAR No. 32/2015, the Company shall report the realization of use of proceeds from the PUT II by no later than the 15th (fifteenth) of the following month after the report date until the entire proceeds from the PUT II have been realized, and shall report such use of proceeds to the Company's Annual GMS. The realization of use of proceeds report to be submitted to the FSA shall be prepared on a periodical basis, i.e., every 6 (six) months, dated June 30 and December 31.

If the Company intends to change the planned use of proceeds from the PUT II in the future, the Company shall first report such plan to the FSA by stating the reasons and considerations thereof, and such change of use of proceeds shall first obtain the approval of the Company's shareholders in a GMS.

ACQUISITION PLAN

In line with the Company's mission to strengthen its foothold in the resource-oriented renewable energy sectors with upstream to downstream growth through diversification and integration in the energy sector for future development, particularly in renewable energy, the Company intends to acquire SEGHPL, a company engaged in renewable energy investment sector ("Acquisition Plan"). SEGHPL has a number of subsidiaries that are engaged in renewable energy and have secured a number of material contracts, including, among others: (i) Joint Operation Contract (JOC) for Wayang Windu Project entered into by PT Pertamina Geothermal Energy and Star Energy Geothermal (Wayang Windu) Ltd. ("SEGWW"), (ii) *Energy Sales Contract* ("ESC") for Wayang Windu Project entered into by PT PLN (Persero), PT Pertamina Geothermal Energy and SEGWW, (iii) JOC for Salak Project entered into by PT Pertamina Geothermal Energy, Star Energy Geothermal Salak Pratama Ltd. ("SEGSPL") dan Star Energy Geothermal Salak Ltd. ("SEGSLS"), (iv) ESC for Salak Project entered into by PT PLN (Persero), PT Pertamina Geothermal Energy, SEGSPL and SEGSLS, (v) JOC for Darajat Project entered into between by PT Pertamina Geothermal Energy, Star Energy Geothermal Darajat I Limited ("SEGDI"), Star Energy Geothermal Darajat II Limited ("SEGDI2"), PT Darajat Geothermal Indonesia ("DGI") and (vi) ESC for Darajat Project entered into by PT PLN (Persero), PT Pertamina Geothermal Energy, SEGDI, SEGDI2 and DGI.

Based on Conditional Sale and Purchase Agreement signed by the Company and Prajogo Pangestu on 12 December 2017 ("CSPA") as amended by Amendment to CSPA signed on 2 March 2018 in connection with the Acquisition Plan, the acquisition price of SEGHPL will be adjusted if between the period of 1 July 2018 - 30 June 2019, the aggregate three-month net monthly income exceeds the aggregate of the comparison net income plus US\$2,500,000 ("Adjustment Price").

The Adjustment Price will be paid by the Company in cash or shares issued by the Company without preemptive rights or any other form as agreed by the parties computed based on Bank Indonesia's middle rate on the payment date. In case the Adjustment Price is paid in the form of shares issued by the Company, (i) the value of such shares shall be Rp 200 above the average closing price of the shares of the Company for the last 25 market days prior to the announcement of the Company's GMS approving the increase of the Company's issued and paid up capital; (ii) such shares shall not exceed 10% of the total issued and paid up capital of the Company at that time.

Further information of the Acquisition Plan is available in the information disclosure issued by the Company on April 9, 2018.

TARGET COMPANY BUSINESS OVERVIEW

Star Energy operates geothermal energy business through its Wayang Windu, Salak and Darajat Geothermal Operations.

Upon completion of the Star Energy Acquisition, the Company will acquire Star Energy's geothermal energy operations. Star Energy manages and operates three geothermal operations, the Wayang Windu Geothermal Operations, the Salak Geothermal Operations and the Darajat Geothermal Operations, and has also completed preliminary surveys in the Hamiding and Sekincau prospects. Star Energy acquired the Salak Geothermal Operations and the Darajat Geothermal Operations on March 31, 2017 from subsidiaries and affiliates of Chevron for an aggregate consideration of US\$2.0 billion. The Salak Geothermal Operations and the Darajat Geothermal Operations are referred to in the prospectus as the "**Salak and Darajat Assets.**"

The table below sets forth certain financial information with respect to each of the Wayang Windu Geothermal Operations, Salak Geothermal Operations and Darajat Geothermal Operations:

	For the years ended December 31,		
	2015	2016	2017
	<i>(US\$ in millions, unless otherwise stated)</i>		
Wayang Windu Geothermal Operations⁽¹⁾			
Revenue.....	68.9	165.1	181.8
Operating cost.....	44.4	50.2	57.2
Capital expenditure	34.1	56.6	0.6

	For the years ended December 31,		
	2015	2016	2017
EBITDA	50.1	142.3	152.4
Salak Geothermal Operations⁽¹⁾			
Revenue.....	198.5	189.0	145.3
Operating cost.....	82.2	67.8	38.3
Capital expenditure	12.3	1.7	7.9
EBITDA	138.6	137.8	115.6
Darajat Geothermal Operations⁽¹⁾			
Revenue.....	130.7	133.2	97.4
Operating cost.....	64.1	53.4	28.7
Capital expenditure	6.3	7.5	7.6
EBITDA	75.5	89.6	76.0

⁽¹⁾ While the financial information of Wayang Windu Geothermal Operations above have been prepared on the basis of IFRS, the financial information of Salak Geothermal Operations and Darajat Geothermal Operations for the respective periods above have been prepared on the basis of accounting principles promulgated under the Salak JOC and Darajat JOC, respectively and may not be directly comparable. Financial information pertaining to the Salak Geothermal Operations and Darajat Geothermal Operations for the nine-months ended December 31, 2017 was prepared based on Indonesian FAS, which was consolidated with Star Energy's audited financial statement for the year ended December 31, 2017 as a result of Star Energy's acquisition of Salak and Darajat Assets on March 31, 2017

Wayang Windu Geothermal Operations

The Wayang Windu Geothermal Operations are located in Bandung Regency in West Java, Indonesia. As of the date of this Prospectus, the Wayang Windu Geothermal Operations consist of two units owned and operated by Star Energy, which are capable of producing 110MW and 117MW, respectively, from heated steam drawn from geothermal wells drilled in the Wayang Windu contract area. The Wayang Windu Geothermal Operations were acquired by Star Energy in 2000.

Assets Overview

The following table sets forth the key facility metrics for the Wayang Windu Geothermal Operations:

	Unit 1	Unit 2
Installed Capacity (MW).....	110	117
Commercial Operation Date ("COD").....	June 2000	March 2009
Ownership	Star Energy	
Type of operation by Star Energy.....	Integrated geothermal power generation	

Salak Geothermal Operations

The Salak Geothermal Operations are located in Sukabumi Regency and Bogor Regency in West Java, Indonesia. As of the date of this Prospectus, the Salak Geothermal Operations consist of field facilities and electricity generating facilities comprising (i) three units owned and operated by the Salak Contractors, each unit of which has an installed capacity of 65.6MW of each unit, and (ii) three units owned and operated by PLN, each unit of which has an installed capacity of 60MW. The Salak Geothermal Operations have a total gross installed capacity of 377MW.

Power development projects for the Salak Geothermal Operations include (i) the Salak binary power plant, which is expected to have a capacity of 15MW and (ii) Salak Unit 7, which is expected to have a gross installed generation capacity of 55MW. As of the date of the prospectus, Salak Contractor is conducting feasibility studies for both projects. Salak Contractor intends for the Salak binary power plant and Salak Unit 7 to commence operations in 2021 and 2023, respectively.

The Salak Geothermal Operations were the first Indonesian private geothermal contract and was awarded to Union Geothermal of Indonesia, Ltd., a subsidiary of the Union Oil Company of California ("UNOCAL"), in 1982. Chevron acquired UNOCAL and, in turn, Salak Geothermal Operations, in 2005, and Star Energy later acquired the Salak Geothermal Operations from Chevron on March 31, 2017.

Assets Overview

The following table sets forth the key facility metrics for the Salak Geothermal Operations.

	<u>Unit 1</u>	<u>Unit 2</u>	<u>Unit 3</u>	<u>Unit 4</u>	<u>Unit 5</u>	<u>Unit 6</u>
Installed Capacity (MW)	60 ⁽¹⁾	60 ⁽¹⁾	60 ⁽¹⁾	65.6	65.6	65.6
COD	March 1994	June 1994	July 1997	October 1997	November 1997	November 1997
Ownership	PLN	PLN	PLN	Star Energy	Star Energy	Star Energy
Type of operation by Star Energy		Steam supply		Integrated geothermal power generation		

⁽¹⁾ While contractual capacity is 55MW, Star Energy generally provides steam flow up to 60MW.

Darajat Geothermal Operations

The Darajat Geothermal Operations are located in Garut Regency and Bandung Regency in West Java, Indonesia. As of the date of this Prospectus, the Darajat Geothermal Operations include field facilities and electricity generating facilities comprising (i) one unit owned and operated by PLN, with a gross installed capacity of 55MW, and (ii) two units owned and operated by Darajat Contractors, with gross installed capacities of 95MW and 121MW, respectively. The Darajat Geothermal Operations have a total gross installed capacity of 271MW.

Chevron was the owner of UNOCAL and, in turn, the Darajat Geothermal Operations, in 2005, and Star Energy later acquired it from Chevron on March 31, 2017.

Assets Overview

The following table sets forth the key facility metrics for the Darajat Geothermal Operations.

	<u>Unit 1</u>	<u>Unit 2</u>	<u>Unit 3</u>
Installed Capacity (MW)	55	95	121
COD	October 1994	June 2000	May 2007
Ownership	PLN	Star Energy	
Type of operation by Star Energy	Steam supply	Integrated geothermal power generation	

MANAGEMENT'S DISCUSSION AND ANALYSIS OF FINANCIAL AND OPERATIONAL PERFORMANCE OF THE COMPANY

The management discussion and analysis of the Company's financial condition and results of operations presented in this section must be read in conjunction with the key financial highlights, the Company's and its Subsidiaries' consolidated financial statements and notes to the consolidated financial statements presented in the Prospectus.

The consolidated financial statements of the Company and its Subsidiaries for the years ended December 31, 2017 and 2016, have been audited by the Registered Public Accountant Satrio Bing Eny & Rekan (member of Deloitte Touche Tohmatsu Limited), which expressed an unmodified opinion in its report signed by Bing Harianto, SE (Public Accountant Registration No. 0558).

The consolidated financial statements of the Company and its Subsidiaries for the year ended December 31, 2015 has been audited by the Registered Public Accountant Osman Satrio Bing Eny & Rekan (member of Deloitte Touche Tohmatsu Limited), which expressed an unmodified opinion with emphasis of a matter paragraph on the implementation of new SFAS in its report signed by Bing Harianto, SE (Public Accountant Registration No. 0558).

The following discussion contains forward looking statements that reflect the Company's current view of future events and financial performance, and the Company's actual results may materially differ as a result of certain factors, including but not limited to, those described in Chapter V on Risk Factors in the Prospectus.

Unless otherwise stated, all reference to the "Company" in this chapter shall mean PT Barito Pacific Tbk and its Subsidiaries.

CONSOLIDATED STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

(in millions of US\$)

DESCRIPTION	The year ended December 31,		
	2017	2016	2015
Net Revenues	2,452.8	1,961.3	1,406.1
Cost of Revenues and Direct Costs	1,913.2	1,473.9	1,267.0
Gross Profit	539.6	487.4	139.1
Selling expenses	(44.2)	(44.5)	(43.7)
General and administrative expenses	(50.4)	(34.7)	(30.8)
Finance costs	(59.7)	(38.2)	(28.5)
Loss on foreign exchange - net	(2.7)	(1.3)	(10.3)
Share in loss of associates and joint venture - net	(8.5)	(5.4)	(4.5)
Other gains and losses - net	11.3	16.7	13.5
Profit Before Tax	385.4	380.0	34.7
Income Tax Expense - Net	(105.5)	(100.2)	(29.7)
PROFIT FOR THE YEAR	279.9	279.8	5.1
OTHER COMPREHENSIVE INCOME			
Items that will not be reclassified subsequently to profit or loss:			
Remeasurement of defined benefit obligation, net of tax	(1.7)	(1.9)	0.4
Items that may be reclassified subsequently to profit or loss:			
Foreign currency translation adjustments	2.1	(1.8)	(5.2)
Unrealized loss on available-for-sale securities	(0.0)	(0.0)	(0.1)
Total other comprehensive income (loss) for the year	0.4	(3.7)	(4.9)
TOTAL COMPREHENSIVE INCOME FOR THE YEAR	280.3	276.1	0.2
Profit (loss) for the year			
attributable to:			
Owners of the Company	118.1	131.7	(5.4)
Non-controlling interest	161.8	148.1	10.4
Profit for the year	279.9	279.8	5.1
Total comprehensive income for the year			
attributable to:			
Owners of the Company	119.3	128.8	(9.9)
Non-controlling interest	161.0	147.3	10.1
Total comprehensive income for the year	280.3	276.1	0.2
Basic Earnings Per Share *) (in full US\$)	0.009	0.009	(0.000)

*) Adjusted in connection with nominal stock split from Rp1,000 to Rp500 per share, which was applied retrospectively.

2017 compared with 2016

Net revenues

Net revenues increased by 25.1% to US\$2,452.8 million in 2017, compared with US\$1,961.3 million in 2016. Net revenues attributable to each of the Company's main businesses are set forth below.

- Petrochemical. In 2017, net revenues from petrochemical business through PT Chandra Asri Petrochemical ("CAP") increased by 25.3% to US\$2,418.5 million, compared with US\$1,930.3 million in 2016, reflecting a growth in sales by an increase in the average sale price for CAP's products in 2017. The higher sales volume for 2017 was primarily due to higher levels of production due to a period of ramp-up in the first quarter of 2016 following successful completion of CAP's cracker expansion project in December 2015.
- Others. Net revenues from other businesses increased by 10.9% to US\$34.3 million in 2017, compared with US\$31.0 million in 2016, due to increase in net revenues from plantation business.

The net sales attributable to each of our main petrochemical products for the respective periods are set forth below.

Olefins (ethylene, propylene, pygas and mixed C₄).

Net sales increased by 28.5% to US\$783.5 million in 2017 compared with US\$609.8 million in 2016, primarily attributable to the successful completion of CAP's cracker expansion project in December 2015 and lower production in the first quarter of 2016 due to a ramp-up period.

Polyolefin (polyethylene and polypropylene).

Net polyolefin sales increased by 6.6% to US\$942.8 million in 2017 compared with US\$884.6 million in 2016, primarily reflecting an increase in sales volume.

Styrene monomer and by-products.

Net sales of styrene monomer and by-products increased by 49.7% to US\$432.8 million in 2017 compared with US\$289.2 million in 2016. This was largely due to a 26.4% increase in sales volumes of styrene monomer and its by-products to 357.0 KT in 2017 compared with 282.5 KT in 2016 and a 18.6% increase in the average sales price per ton of styrene monomer to US\$1,223.2/MT in 2017 compared with US\$1,031.8/MT in 2016.

Butadiene and by-products.

Net sales of butadiene and by-products increased by 80.9% to US\$252.0 million in 2017 compared with US\$139.3 million in 2016. This was largely due to a 34.5% increase in sales volumes of butadiene and its by-products to 271.4 KT in 2017 from 201.8 KT in 2016 and an increase in the average sales price per ton of butadiene to US\$1,419.7/MT in 2017 compared with US\$1,015.2/MT in 2016.

Cost of revenues

Cost of revenues increased by 29.8% in 2017 to US\$1,913.2 million, as compared with US\$1,473.9 million in 2016. A description of the cost of revenues by each of the Company's main businesses is given below.

- Petrochemical. In 2017, cost of revenues from petrochemical business through CAP increased by 30.1% to US\$1,876.7 million, compared with US\$1,442.1 million in 2016, due to CAP's increased consumption of naphtha, which is its primary raw material, due to higher production as a result of. The average cost of naphtha per ton, which is linked to Brent crude prices, increased by 22.1% to US\$500/MT, compared with US\$410/MT in 2016.
- Others. Cost of other businesses increased by 14.9% to US\$36.5 million in 2017 compared with US\$31.8 million in 2016 due to the increase in plantation assets' revenue in 2017.

The cost of revenues attributable to each of the Company's main petrochemical products for the respective periods are set forth below.

Olefins (ethylene, propylene, pygas and mixed C₄).

Cost of revenues of olefins increased by 28.8% to US\$872.3 million in 2017 compared with US\$627.6 million in 2016, primarily reflecting higher production levels compared with 2016, with the ramp-up period of CAP's naphtha cracker after completion of CAP's cracker expansion project in December 2015, as well as higher raw material costs, primarily naphtha, and a 12.8% increase in CAP's olefins sales volume to 907.0 KT in 2017 compared with 803.8 KT in 2016.

Polyolefins (polyethylene and polypropylene).

Cost of revenues of polyolefins increased to US\$693.7 million in 2017 compared with US\$601.8 million in 2016, primarily reflecting an increase in the price of raw materials.

Styrene monomer and by-products.

Cost of revenues of styrene monomer and its by-products increased by 47.7% to US\$392.0 million in 2017 compared with US\$265.9 million in 2016, primarily reflecting higher production from improving plant performance and market conditions as well as an increase in the price of benzene. Sales volumes increased by 26.4% to 357.0 KT in 2017 compared with 282.5 KT in 2016.

Butadiene and by-products.

Cost of revenues of butadiene and its by-products increased by 74.0% to US\$215.6 million in 2017 compared with US\$123.9 million in 2016, primarily reflecting higher production, with more feedstock being available for use following the completion of CAP's cracker expansion project. Sales volumes increased by 34.5% to 271.4 KT in 2017 compared with 201.8 KT in 2016.

Gross profit

As a result of the foregoing factors, primarily due to higher volumes from increased production and higher product margins, the company's gross profit increased by 10.7% in 2017 to US\$539.6 million, compared with US\$487.5 million in 2016. Most of the increase is mostly attributable to the Company's petrochemical business through CAP.

Operating expenses

Operating expenses primarily included selling expenses, general and administrative expenses, finance costs, and other income (expenses). Selling expenses remained stable at US\$44.2 million in 2017 compared with US\$44.5 million. General and administrative expenses increased by 45.2% to US\$50.4 million in 2017, compared with US\$34.7 million in 2016, primarily due to higher salaries, allowances and employee benefits. In 2017, other income, net was down 32.3% to US\$11.3 million compared with US\$16.7 million, primarily due to tax restitution income in 2016.

Finance costs

Finance costs increased by 56.3% to US\$59.7 million in 2017 compared with US\$38.2 million in 2016, primarily as a result of an increase in interest expenses from bank loans and bonds and bank charges.

Income tax expense (net)

Income tax expense (net) as a percentage of profit before tax (effective tax rates) was 27.4% in 2017. Our income tax expense increased by 5.3% to US\$105.5 million in 2017, compared with US\$100.2 million in 2016, primarily due to higher profit before tax in 2017 as compared with 2016.

Profit for the year

For the foregoing reasons, net profit for the year amounted to US\$279.9 million in 2017 which is not significantly different from US\$279.8 million in 2016. Our profit for the year attributable to owners of the company amounted to US\$118.1 million in 2017, compared with US\$131.7 million in 2016. Our net profit for the year attributable to non-controlling interests of CAP, amounted to US\$161.8 million, compared with US\$148.1 million in 2016.

2016 compared with 2015

Net revenues

Net revenues increased by 39.5% to US\$1,961.3 million in 2016, compared with US\$1,406.1 million in 2015. Net revenues attributable to each of our main businesses are set forth below.

- **Petrochemical.** In 2016, net revenues from petrochemical sales through CAP increased by 40.1% to US\$1,930.3 million in 2016, compared with US\$1,377.6 million in 2015. The increase in net revenues reflected a 64% growth in sales volume partially offset by a 14.7% decrease in the average sale price for CAP's products in 2016. The higher sales volume for 2016 was primarily due to higher levels of production following the successful completion of CAP's cracker expansion project, which CAP completed in December 2015.
- **Others.** Net revenues from other businesses increased by 8.4% to US\$31.0 million in 2016, compared with US\$28.5 million in 2015, due to partial completion of the Cikupa project through our subsidiary.

The net sales attributable to each of our main petrochemical products for the respective periods are set forth below.

Olefins (ethylene, propylene, pygas and mixed C₄).

In 2016, CAP's net olefin sales increased by 256.4% to US\$609.8 million compared with US\$171.1 million in 2015, primarily attributable to the successful completion of CAP's cracker expansion project in December 2015.

Polyolefin (polyethylene and polypropylene).

CAP's net polyolefin sales increased by 1.8% to US\$884.6 million in 2016 compared with US\$869.0 million in 2015, primarily reflecting the results of CAP's cracker expansion project, which we completed in December 2015.

Styrene monomer and by-products.

CAP's net sales of styrene monomer and by-products increased by 13.1% to US\$289.2 million in 2016 compared with US\$255.8 million in 2015. This was largely due to a 20.0% increase in sales volumes of styrene monomer and by-products to 282.5 KT in 2016 compared with 235.5 KT in 2015 mainly due to improved plant performance and market conditions. The average sales price per ton of styrene monomer decreased by 5.8% at US\$1,023.7/MT in 2016 compared with US\$1,086.2/MT in 2015, in part reflecting lower raw materials costs.

Butadiene and by-products.

CAP's net sales of butadiene and by-products increased by 78.8% to US\$139.3 million in 2016 compared with US\$77.9 million in 2015. This was largely due to a 90.9% increase in sales volumes of butadiene and by-products to 201.8 KT in 2016 from 105.7 KT in 2015 as a result of higher production, which was possibly due to more feedstock being available for use as a result of increased capacity after the 85-day shutdown for TAM and CAP cracker expansion project. The average sales price per ton of butadiene and by-products decreased by 6.3% to US\$690.3/MT in 2016 compared with US\$737.0/MT in 2015.

Cost of revenues

Our cost of revenues and direct costs increased by 16.3 % in 2016 to US\$1,473.9 million, as compared with US\$1,267.0 million in 2015. A description of our cost of revenues by each of our main businesses is given below.

- **Petrochemical.** In 2016, CAP's cost of revenues from our petrochemical business increased by 16.5% to US\$1,442.1 million, compared with US\$1,238.1 million in 2015, due to CAP's increased consumption of naphtha, which is CAP's primary raw material, due to higher production as a result of the expanded ethylene capacity after the completion of TAM and expansion tie-in works in December 2015. The average cost of naphtha per ton, which is linked to Brent crude prices, decreased by 25.6% to US\$410/MT, compared with US\$551/MT in 2015.
- **Others.** Our cost of other businesses increased by 10.0% to US\$31.8 million in 2016 compared with US\$28.9 million in 2015 due to partial completion of Cikupa project through the Company's subsidiary.

The cost of revenues attributable to each of the Company's main petrochemical products for the respective periods are set forth below.

Olefins (ethylene, propylene, pygas and mixed C₄).

In 2016, Cost of revenues of olefins increased by 157.0% to US\$443.9 million compared with US\$172.7 million in 2015, primarily reflecting higher production as a result of the increased name-plate capacity of CAP's naphtha cracker after the completion of CAP's cracker expansion project, which we completed in December 2015, as well as an increase in our olefins sales volume, which increased by 263.9% to 803.8 KT in 2016 compared with 220.9 KT in 2015.

Polyolefin (polyethylene and polypropylene).

Cost of revenues of polyolefin decreased by 17.8% to US\$601.8 million in 2016 compared with US\$732.1 million in 2015, primarily reflecting higher production as a result of CAP's cracker expansion project, which CAP completed in December 2015, despite an increase in our polyolefin sales volume, which increased by 9.9% at 742.7 KT in 2016 compared with 676.0 KT in 2015.

Styrene monomer and by-products.

Cost of revenues of styrene monomer and by-products increased by 8.6% to US\$264.1 million in 2016 compared with US\$243.1 million in 2015, primarily reflecting higher production from the improvement of plant performance and market conditions. Sales volumes increased by 20.0% to 282.5 KT in 2016 compared with 235.5 KT in 2015.

Butadiene and by-products.

Cost of revenues of butadiene and by-products increased by 51.3% to US\$123.9 million in 2016 compared with US\$81.9 million in 2015, primarily reflecting higher production, which was possible with more feedstock being available for use after the 85-day shutdown for TAM and CAP's cracker expansion project. Sales volumes increased by 90.9% to 201.8 KT in 2016 compared with 105.7 KT in 2015.

Gross profit

As a result of the foregoing factors, namely higher production as made possible with a 43% increase in CAP's increased production capacity, higher gross profit margins reflecting an upward trend in the industry and low crude oil prices, our gross profit increased by 250.5% in 2016 to US\$487.5 million, compared with US\$139.1 million in 2015.

Operating expenses

Operating expenses decreased by 8.8% to US\$69.2 million in 2016 compared with US\$75.8 million in 2015, primarily due to lower exchange loss and tax restitution income in 2016.

Finance costs

Finance cost increased by 34.0% to US\$38.2 million compared with US\$28.5 million for in 2016, primarily as a result of an increase interest expenses on bank loans.

Income tax expense (net)

Income tax expense (net) as a percentage of profit before tax (effective tax rates) was 26.4% in 2016. Our income tax expense increased to US\$100.2 million in 2016 compared with US\$29.7 million in 2015, primarily due to higher profit before tax in 2016, as compared with 2015.

Profit (loss) for the year

For the foregoing reasons, profit for the year amounted to US\$279.8 million in 2016 as compared with US\$5.1 million in 2015. Our profit for the year attributable to owners of the company amounted to US\$131.7 million in 2016, compared with a loss of US\$5.4 million in 2015. Our profit for the year attributable to non-controlling interests CAP amounted to US\$148.1 million in 2016, compared with US\$10.4 million in 2015.

CAPITAL EXPENDITURE

Substantially all of the Company's capital expenditures is related to petrochemical operation through CAP and, in particular for 2017, the expenditure in connection with our acquisition of Star Energy. For the year ended December 31, 2017, the Company spent US\$399.2 million in capital expenditures, including for CAP's various debottlenecking and downstream expansion projects and plant improvements, and our deposit payments in connection with the acquisition of Star energy.

The table below shows our actual capital expenditures for the periods indicated:

	For the year ended December 31,		
	2017	2016	2015
	(US\$ millions)		
<i>Petrochemical Business</i>			
Debottlenecking and expansion projects	175.0	22.2	124.9
Plant improvement and others.....	48.5	43.2	53.0
TAM	-	7.9	45.9
<i>Star Energy Acquisition</i>			
First deposit payment	-	58.6	-
Second deposit payment.....	175.7	-	-
Total capital expenditures	399.2	131.9	223.8

SHARES SUBSCRIPTION PROCEDURES

A. INFORMATION OF THE PREEMPTIVE RIGHTS

The Company shall offer a maximum of 4,399,777,259 (four billion three hundred ninety nine million seven hundred seventy seven thousand two hundred fifty nine) New Shares with a nominal value of Rp500 (five hundred Rupiah) per share ("Right Shares"). Each holder of 63 (sixty three) shares whose name is registered in the Company's Shareholder Register ("SR") as of June 5, 2018, at 16.00 Western Indonesian Time shall be entitled to 20 (twenty) Preemptive Rights, where every 1 (one) Preemptive Right shall provide the holder with the right to subscribe 1 (one) New Share at an Exercise price of Rp2,330 (two thousand three hundred thirty Rupiah), which shall be fully paid upon submission of the application to exercise the Preemptive Rights. The estimated total proceeds to be received by the Company from the PUT II shall be up to Rp10,251,481,013,470 (ten trillion two hundred fifty one billion four hundred eighty one million thirteen thousand four hundred seventy Rupiah).

The shares offered in PUT II are issued based on the Preemptive Rights to be issued by the Company to the rightful shareholders. The Preemptive Rights may be traded during the trading period through the transfer of Preemptive Rights ownership by Preemptive Rights transfer system among Securities Account Holders in KSEI.

Preemptive Rights Holders who wish to trade must own an account in Securities Company or Custodian Bank which has been a Securities Account Holder in KSEI. A few terms to note in this Preemptive Rights include:

1. Eligible Preemptive Right Holders

Shareholders eligible to obtain Preemptive Rights are the shareholders whose names are registered in the Company's SR as of June 5, 2018, at 16.00 Western Indonesian Time.

2. Legitimate Preemptive Right Holders

Legitimate Preemptive Right Holders are shareholders whose names are registered in the SR or those who own the Company's shares in the Securities Accounts of Securities Companies/Custodian Bank on June 5, 2018, up to 16.00 Western Indonesian Time whose Preemptive Rights are not sold; or the last buyers/holders of Preemptive Right Certificates whose names are stated on the endorsement column of the Preemptive Rights Certificate; or the holders of Preemptive Rights administered in the collective depository of KSEI until the closing date of the Preemptive Right trading period.

3. Preemptive Right Trading

The Preemptive Right holders may trade their Preemptive Rights during the Preemptive Right trading period, i.e., from June 7, 2018 up to June 22, 2018.

The trading of Preemptive Rights shall duly observe the prevailing laws and regulations in the Republic of Indonesia, including but not limited to, tax regulations and the capital market regulations, including the regulations of the stock exchange where such Preemptive Rights are traded, namely the IDX, and KSEI regulations. Should the Preemptive Right holders have any doubt on the appropriate decisions to be made, they are advised to consult their investment advisors or other professional advisors.

Preemptive Rights administered in the Collective Depository at KSEI shall be traded on the IDX, whereas Preemptive Rights in the form of Preemptive Right Certificates may solely be traded off-exchange. Settlement of Preemptive Right off-exchange trading shall be made by way of book-entry settlements of securities accounts under the name of Custodian Banks or Securities Companies at KSEI. All costs and taxes that may arise from the trading and transfer of Preemptive Rights shall be the responsibilities and expense of the Preemptive Right holders or prospective Preemptive Right holders.

Pursuant to the Decision of the Board of Directors of PT Bursa Efek Indonesia No. Kep-00071/BEI/11-2013 concerning The Change of Unit of Trading and Price Fraction, one unit of trading of Preemptive Rights is determined to be 100 (one hundred) Preemptive Rights. Trading of Preemptive Rights in the amount other than the unit of trading shall be carried out on the Negotiated Market with reference to the Preemptive Right price formed. The Preemptive Right trading shall be conducted on every exchange day from 09.30 until 12.00 of the Jakarta Automated Trading System ("JATS"), except for Friday, where trading shall be conducted from 09.30 until 11.30 of JATS. The settlement of exchange transactions of Preemptive Rights shall be conducted on the same exchange day on which the exchange transaction takes place (T+0), by no later than 16.00 Western Indonesian Time.

The Preemptive Rights holders intending to transfer their Preemptive Rights may do so through the Members of the Stock Exchange/Custodian Banks.

4. Types of Preemptive Right Certificates

The Company shall issue 2 (two) types of Preemptive Rights, namely:

- For the Company's shareholders whose shares are not administered in the Collective Depository at KSEI, the Company shall issue Preemptive Rights Certificates that state the name and address of the Preemptive Right Holders, the number of shares held, total Preemptive Rights available to subscribe Right Shares, total Right Shares to be subscribed, total price to be paid, total additional Right Share subscription, endorsement column and other necessary information; and

- For Shareholders whose shares are administered in the Collective Depository system at KSEI, the Company shall not issue any Preemptive Right Certificate, but shall credit the Preemptive Rights to the Securities Accounts under the name of the Custodian Bank or Member of the Stock Exchange appointed by each shareholder at KSEI.

5. Preemptive Right Certificate Split Request

Holders of Preemptive Right Certificates intending to sell or transfer a portion of the amount stated on their respective Preemptive Right Certificates may prepare an application to split the Preemptive Right Certificates and submit the same to the Company's SAB to obtain the Preemptive Right Certificates with the desired denomination, subject to the satisfaction of the requirements stipulated by the Company's SAB. Preemptive Right Holders may submit such Preemptive Right Certificate Split Request from June 7, 2018, until June 21, 2018.

6. Preemptive Right Value

The value of Preemptive Rights offered by the legitimate Preemptive Right holders may differ from one Preemptive Right to another, based on the existing market demand and supply upon offering.

The example of Preemptive Right value presented below is one of the methods to calculate Preemptive Right value, however, it does not guarantee that the result shall necessarily be the actual Preemptive Right value applicable in the market. The following explanation is intended to provide a general overview of Preemptive Right value calculation.

Assumptions:

Market price per share	Rpa
Price of shares offered in the PUT:	Rpr
Total outstanding shares prior to the PUT:	A
Total shares offered in the PUT II:	R
Total outstanding shares subsequent to the PUT:	A + R
Theoretical Price of Ex-Right Shares:	

$$\frac{(Rpa \times A) + (Rpr \times R)}{(A + R)} = RpX$$

Preemptive Right value shall be = RpX - Rpr

7. Use of Preemptive Right Certificates

Preemptive Right Certificates are the evidence of rights granted by the Company to the holders to subscribe to the New Shares. Preemptive Right Certificates shall be issued solely for shareholders who have not converted their shares and shall be used to subscribe to the Right Shares. The Preemptive Right Certificates cannot be exchanged with cash or any other items to the Company, and cannot be traded in the form of photocopies. The Preemptive Right ownership evidence for holders of Preemptive Rights in the Collective Custody of KSEI shall be provided by KSEI through their respective Members of IDX or Custodian Banks.

8. Fraction of Preemptive Rights

Pursuant to the FSAR No. 32/2015, in the event that shareholders own Preemptive Rights in the form of a fraction, the rights over such fraction of securities shall not be delivered to the shareholders, but shall be collected to be sold by the Company in a full amount of Preemptive Rights, and the proceeds of such sales shall be deposited to the Company's account.

9. Others

All costs incurred in connection with the transfer of Preemptive Rights shall be borne by the Preemptive Right Certificate Holders or prospective holders of Preemptive Rights.

B. SHARES SUBSCRIPTION PROCEDURES

The Company has appointed the PT Sirca Datapro Perdana as the Share Administration Managing Implementer and as the Company's Rights Issue Implementing Agent, in accordance with the Deed of Share Administration Management Agreement and Implementing Agent in the Public Offering for Capital Increase with Preemptive Rights II No. 7 dated 11 April 2018 drawn before Kumala Tjahjani Widodo, S.H., M.Kn., Notary in Jakarta.

1. Criteria for Rightful Preemptive Rights Beneficiaries and Holders

Each holder of 63 (sixty three) shares whose name is registered in the Company's Shareholder Register ("SR") as of June 5, 2018, at 16.00 Western Indonesian Time shall be entitled to 20 (twenty) Preemptive Rights, where every 1 (one) Preemptive Right shall provide the holder with the right to subscribe 1 (one) New Share with nominal price of Rp500 (five hundred Rupiah) at an Exercise price of Rp2,330 (two thousand three hundred thirty Rupiah), of which for every 4 (four) shares arising from exercising Rights will be attached with 1 (one) Warrant Series I which is given as an incentive and with no charge.

In the event that shareholders own Preemptive Right in fractional form, the rights over such fraction of securities must be sold by the Company, and the proceeds of such sales shall be deposited to the Company's account.

Subscribers entitled to purchase the new shares are the rightful owners of the Preemptive Right, i.e. shareholders who obtain Preemptive Right from the Company and have not sold the Preemptive Rights and Preemptive Right buyers whose names are stated on Preemptive Right Certificate or the endorsement column of the Preemptive Rights Certificate; or the holders of Preemptive Rights administered in the collective depository of KSEI.

The subscribers may consist of individuals, Indonesian Citizens and/or foreigners and/or institutions and/or body corporate/business entities either Indonesian/foreign as provided in the Capital Market Law and the implementing regulations thereof.

In order to expedite and fulfill the schedule of eligible shareholder registration, then the shareholders holding the shares of the Company in the form of papers to be exercising their rights to obtain the Preemptive Rights and not yet recording the transfer of ownership of shares are advised to register their Collective Shares Certificate with Securities Administration Bureau ("SAB") prior to the deadline of shareholder registration on June 5, 2018.

2. Preemptive Rights Distribution

For shareholders whose shares are in the Collective Custody system at KSEI, the Rights issue shall be distributed electronically to the securities account at KSEI through the securities account of each Stock Exchange Member or Custodian Bank at KSEI no later than 1 (one) Trading Day following the date of listing in the Shareholder Register entitled to the Rights issue, i.e. on June 6, 2018. The Final Prospectus, Additional Share Application Form ("FPPST") and other forms may be obtained by the shareholders of the Company at the Company's SAB office, PT Sirca Datapro Perdana at Wisma Sirca, Jl. Johar, No. 18, Menteng, Jakarta 10340 by showing proof of identity of shareholders' name registered in each of the Stock Exchange Member or Custodian Bank thereof.

For shareholders whose shares are not included in the collective custody at KSEI, the Company shall issue the Rights Certificate in the name of the shareholders, which may be taken by the rightful shareholder or proxy thereof at Securities Administration Agency on such day and at such time starting from June 6, 2018 by bringing:

- a. Photocopy of valid personal identification (for individual shareholders) and photocopy of Articles of Association (for corporate/institutional shareholders). The shareholders must also show the original of such photocopy.
- b. The original copy of power of attorney (if authorized) complete with the photocopy of other valid personal identification for either the grantor or the agent (the original of identification of the grantor and the agent must be shown).

3. Preemptive Rights Distribution

The exercise of Preemptive Rights shall be performed starting from June 7, 2018 until June 22, 2018

i. Exercise procedure of Preemptive Rights in Collective Custody

- 1) The holders of Preemptive Rights submit the request for exercise to the Stock Exchange Member/Custodian Bank and pay the Preemptive Rights Exercise Price to designated account appointed by KSEI;

- 2) On the same business day with the submission of Preemptive Rights Exercise instruction by Stock Exchange Member/Custodian Bank to KSEI, then:
 - Preemptive Rights shall be debited by KSEI from each respective sub-account of Preemptive Rights holders who gave the Preemptive Rights exercise instruction to KSEI account through the Central Depository - Book Entry Settlement System (C-BEST) facility
 - As soon as the fund from exercised Preemptive Rights is received in the account appointed by KSEI, KSEI shall deposits the Preemptive Rights exercise payment funds to the bank account of the Company on the same day.
- 3) 1 (one) business day after KSEI received the Preemptive Rights exercise instruction, KSEI shall submit the following documents to SAB:
 - The list of Preemptive Rights exercise instructions received by KSEI, as well as the list of Preemptive Rights holders (ID number, name, address, citizenship status and domicile) who exercise their Preemptive Rights
 - Letter or proof of Preemptive Rights Exercise fund deposit executed by KSEI, from account appointed by KSEI to the bank account of the Company
 - Instruction to receive a number of New Shares arising from Preemptive Rights exercise to designated account which has been provided by KSEI
- 4) As soon as the Company's SAB received the documents mentioned in point A.3 above, the Company's SAB shall check the supporting documents from Preemptive Rights exercise instruction, Proof of Preemptive Rights exercise fund deposit into designated bank account as well as instruction to deposit New Shares arising from Preemptive Rights exercise.
- 5) No later than 2 (two) Business Days upon receipt of the exercise request from KSEI and the payment funds have been received properly (in good funds) in the bank account of the Company, SAB will issue/deposit New Shares into the account designated by KSEI to be subsequently distributed to each securities account using C-BEST facility. After the New Shares distribution, KSEI will submit a report of the New Shares distribution to the Company and SAB.

ii. Exercise procedure of Preemptive Rights not in Collective Custody

- 1) The registration of Preemptive Rights exercise shall be conducted at the SAB's main office.
- 2) Preemptive Rights holders not in Collective Custody who will exercise their Preemptive Rights shall pay the Preemptive Rights Exercise Price to designated account as well as submit the following documents:
 - a. The original of Rights Certificate duly signed and completed.
 - b. The original of payment slip of Preemptive Rights Exercise Price
 - c. The photocopy of valid Resident Identity Card/Passport/Limited Stay Permit (KITAS) (for individuals), or the photocopy of Articles of Association and the enclosed composition of the Board of Directors/officers (for institutions/body corporates).
 - d. The original of valid power of attorney (if authorized), and enclosed with the photocopy of Resident Identity Card/Passport/Limited Stay Permit (KITAS) of the grantor and the agent.
 - e. If the Preemptive Rights holder desires the Preemptive Rights Shares resulting from the exercise to be put in Collective Custody, then the exercise request to the Securities Administration Agency of the Company through the Stock Exchange Member or Custodian Bank designed by handing over additional documents in the form of:
 - The original of power of attorney of Preemptive Rights holder to the Stock Exchange Member or the Custodian Bank to submit the Preemptive Rights exercise request and to perform the securities management over the shares resulting from the exercise of Preemptive Rights in the Collective Custody at KSEI in the name of the grantor.
 - The original of securities deposit form issued by KSEI duly completed and signed.
- 3) SAB shall conduct a check on the supporting documents as mentioned in point B.2 above.
- 4) No later than 2 (two) Business Days upon receipt of the exercise request from KSEI and the payment funds have been received properly (in good funds) in the bank account of the Company, SAB shall issue New Shares in the form of Collective Share Certificate ("CSC"), if the Preemptive Rights Certificate holders do not wish to put their new shares into Collective Custody. If the Preemptive Rights Certificate holders wish to put their New Shares into Collective Custody through the procedures laid out above, then no later than 2 (two) business days upon receipt of the exercise request from KSEI and the payment funds have been received properly (in good funds) in the bank account of the Company, SAB will issue/deposit New Shares into securities account using C-BEST facility.

4. Additional Shares Subscription

Eligible Shareholders not selling their Preemptive Rights or Preemptive Rights buyers/holders whose names are listed in the Rights Certificate or Preemptive Rights holders in the Collective Custody at KSEI, may subscribe for additional shares exceeding the rights owned by means of filling in the additional share subscription field provided.

- a. The holders of scrip Preemptive Rights/Rights Certificate requesting to have their Preemptive Rights Shares resulting from allotment in electronic form must submit a request to the Securities Administration Agency of the Company through the Stock Exchange Member/Custodian Bank by handing over the following documents:
 - The original of Additional Share Subscription Form duly completed.
 - The original of power of attorney of the Preemptive Rights holder to the Stock Exchange Member or Custodian Bank to submit the request for additional Preemptive Rights Share subscription request and perform the securities management of Preemptive Rights Shares resulting from the allotment in the Collective Custody at KSEI and other powers that may be granted in relation to the additional Preemptive Rights Share subscription in the name of the grantor.
 - The photocopy of valid Resident Identity Card/Passport/Limited Stay Permit (KITAS) (for individuals), or the photocopy of Articles of Association and the enclosed composition of the Board of Directors/officers (for institutions/body corporates).
 - The original of payment slip by means of transfer/giro/cheque/cash to the bank account of the Company from the bank to which the payment is deposited.
 - The original of securities deposit form issued by KSEI duly completed for the purpose of distribution of shares resulting from the exercise by the Securities Administration Agency.

- b. The holders of Preemptive Rights in the Collective Custody at KSEI shall complete and submit the Additional Share Subscription Form distributed by enclosing the following documents:
 - The original of exercise instruction settled through C-BEST in the name of the Rights issue holder (specifically for the holders of Rights issue in the Collective Custody at KSEI already exercising their rights through the C-BEST system).
 - The original of securities deposit form issued by KSEI duly completed for the purpose of distribution of Preemptive Rights shares resulting from the exercise by the Securities Administration Agency.
 - The original of payment slip by means of transfer/giro/cheque/cash to the account of the Company from the bank to which the payment is deposited.

- c. The holders of scrip Preemptive Rights/Rights Certificate requesting to have their Preemptive Rights Shares resulting from allotment stay in paper form/physical Collective Share Certificate must submit a request to the Securities Administration Agency of the Company through the Stock Exchange Member/Custodian Bank by handing over the following documents:
 - The original of Additional Share Subscription Form duly completed.
 - The original of valid power of attorney (if authorized), duly stamped Rp6,000 (six thousand Rupiah) and enclosed with the photocopy of Resident Identity Card/Passport/Limited Stay Permit (KITAS) of the grantor and the agent.
 - The photocopy of valid Resident Identity Card/Passport/Limited Stay Permit (KITAS) (for individuals), or the photocopy of Articles of Association and the enclosed composition of the Board of Directors/officers (for institutions/body corporates).
 - The original of payment slip by means of transfer/giro/cheque/cash to the bank account of the Company from the bank to which the payment is deposited.

The payment of such additional subscription may be performed and shall have been received in the bank account of the Company no later than June 26, 2018 in good funds. Any subscription failing to follow the instruction in accordance with the subscription terms may result in rejected subscription.

5. Allocation of Additional Share Subscription in PUT II

The allocation for additional share subscription shall be determined by June 26, 2018 with the following conditions:

- a. If the total number of shares subscribed, including the additional share subscription, is not in excess of the total number of shares offered in this PUT II, then the entire additional share subscription shall be fulfilled;
- b. If the total number of shares subscribed, including the additional share subscription, is in excess of the total number of shares offered in the PUT II, then the subscribers performing the additional share subscription

shall be subject to the proportional allotment system according to the additional subscription of Rights issue exercised by each shareholder requesting for the additional share subscription.

Allotment Manager must appoint an Accountant registered in OJK to conduct allotment audit and submit the report to OJK regarding the fairness of the allotment process, pursuant to Bapepam Regulation No. VIII.G.12 on Audit Guidelines For Accountant in Securities Subscription and Allotment or Stock Dividend Issuance and FSAR No. 32/2015 the latest by 30 days since the allotment date.

6. Terms of Payment for the Holders of Rights Certificate (Outside the Collective Custody of KSEI) and Additional Preemptive Rights Share Subscription

The payment of share subscription in the Rights Issue of which subscription request is directly submitted to the SAB of the Company shall be paid in full (in good funds) in Rupiah or USD at the time of subscription submission by cash/cheque/bilyet giro/transfer by specifying the Number of Rights Certificate or the Number of Additional Share Subscription Form and the payment shall be transferred to the bank account of the Company ("Bank of the Company") as follows:

Indonesian Rupiah Account
PT Bank Mandiri (Persero) Tbk
Branch: Jakarta – S. Parman
Account No. : 1170026282889
Account Name: PT Barito Pacific Tbk.

United States Dollar Account
PT Bank Mandiri (Persero) Tbk
Branch : Jakarta – S. Parman
Account No. : 1170073787889
Swift Code : BMRIIDJA
Account Name: PT Barito Pacific Tbk.

Payment in USD shall be based on Bank Indonesia median rate at the Recording Date to obtain Preemptive Rights (Recording Date). Payment in Rupiah would be converted by the Company to USD at the time of subscription fund refund date.

All cheques and bank drafts shall be cashed upon acceptance. In the event that upon cashing, the cheque or bank draft is rejected by the relevant bank, then the Preemptive Rights share subscription shall be invalidated. If the payment is made by cheque/transfer/bilyet giro, then the date of payment shall be calculated on the basis of acceptance of cheque/transfer/bilyet giro accepted (in good funds) in the account of the Bank of the Company above.

For the additional Preemptive Rights Share subscription, the payment shall be made on the subscription day in which the payment shall have been received in good funds in the account of the Bank of the Company above no later than June 26, 2018

All costs likely arising from the share subscription in the framework of the Rights Issue shall be borne by the subscriber. Any share subscription failing to fulfill the terms of payment shall be invalidated.

7. Receipt Evidence of Subscription of Shares Purchase

The Company through the Registrar of the Company receiving the subscription for the purchase of the Preemptive Rights Shares will submit the receipt of the Shares subscription that has been stamped and signed to the subscriber as evidence of subscription for the purchase of the Preemptive Rights Share for then be a proof in collecting the Preemptive Rights Shares.

For the holder of the Preemptive Rights in Collective Custody at KSEI will receive confirmation on the application for the exercise of the Rights issue from C-BEST in KSEI through the Account Holder in KSEI.

8. Cancellation of Share Subscription

The Company reserves the right to cancel the subscription of the Preemptive Rights Shares, either partially or in whole with due regard to the applicable requirements. Notice of cancellation of the Preemptive Rights Shares will be delivered by a notification letter of allotment and refund of the shares subscription.

Matters which may result in the cancellation of the Preemptive Rights Shares are among others:

- a. The filling of Rights Certificate or Additional FPPS not in accordance with the instructions/requirements of the Preemptive Rights Shares subscription listed in the Rights Certificate and the Prospectus;
- b. Unfulfilled terms of payment;
- c. Unfulfilled requirements of the application documents completeness.

9. Subscription Refund

In the event of non-fulfillment partly or wholly of additional Preemptive Rights Shares subscription or in the event of cancellation of Shares subscription, refund by the Company will be held on 28 June, 2018 (no later than 2 (two) Business Days after the date of allotment. Refund which made as of 28 June, 2018 will not include interest.

In the event of any delay of refund, the amount refunded shall include an interest calculated on the basis of the Company's average Rupiah Current Account interest rate, which shall be calculated from June 28, 2018 unless the delay is caused by Force Majeur or subscribers not getting the refund within the timeframe specified.

The refund will be deposited in Rupiah to the Subscriber's account. The Company will directly deposit the refund to the Subscriber's account to avoid transfer fee being charged to the subscriber.

10. Submission of Shares as Result of Execution of Preemptive Rights

Shares from the exercise of the Rights issue for any subscriber who exercises Preemptive Rights in accordance with their rights through KSEI shall be credited to the securities account within 2 (two) Business Days following the application of the Preemptive Rights exercise is received from KSEI and payment funds have been received in the Company's bank account.

Preemptive Rights Shares from the exercise of the Preemptive Rights for the holders of Preemptive Rights in the scrip form who carry out the Preemptive Rights according to their rights will earn Shares Collective Certificate or Shares in the scrip form no later than two (2) Business Days after the application is received by the SAB of the Company and payment fund has been effective (in good funds) in the Company's bank accounts.

New Shares Collective Certificate from the exercise of Preemptive Rights can be collected on any Business Day (Monday - Friday from 9:00 to 15:00) starting on June 20, 2018 until June 26, 2018. As for Shares Collective Certificate from the allotment of Shares can be collected starting on June 29, 2018. The collection shall be made at the Registrar office by showing/submitting the following documents:

- a. Original valid ID/passport/KITAS (for individuals); or
- b. Photocopy of articles of association (for institutions/legal entities) and composition of board of directors/board of commissioners or management that are still valid;
- c. Original valid power of attorney (for authorized institution/legal entity or person) stamped Rp6,000 (six thousand Rupiah) with photocopy of ID/passport/KITAS of the assignor and the assignee;
- d. Original proof of receipt of Shares subscription.

11. Allocation of Remaining Shares not Taken by the Holder of Preemptive Rights

If the Shares offered in Rights Issue are not entirely subscribed or purchased by the holder of Preemptive Rights, the remainder will be allocated to other Preemptive Rights holders who have exercised their rights and have placed a subscription greater than their rights as stated in the Preemptive Rights, proportionally in accordance with the Preemptive Rights that has been exercised.

DISTRIBUTION OF PROSPECTUS AND PREEMPTIVE RIGHT CERTIFICATES

1. For Shareholders whose shares are administered in the Collective Depository system at KSEI, the Preemptive Rights shall be distributed electronically to the Securities Accounts of their respective Members of the Stock Exchange or Custodian Banks at KSEI by no later than 1 (one) Business Day after the registration date in the PUT II SR, which shall be June 6, 2018. The prospectus and implementation guidelines are available at the Company's SAB.
2. For shareholders whose shares are not administered in the Collective Depository at KSEI, the Company shall issue Preemptive Right Certificates under the name of such shareholders, and such shareholders may collect the Preemptive Right Certificates, Prospectus, Additional SSF, and other forms, from June 6, 2018, by presenting the original valid identification (Resident Identity Card (KTP)/Passport/Temporary Stay Permit Card (KITAS) and submit the photocopies thereof, and the original Power of Attorney for those unable to obtain the documents referred to above by themselves to the Company's SAB:

**PT Sirca Datapro Perdana
Wisma Sirca
Jl. Johar No.18, Menteng
Central Jakarta 10340
Indonesia
Tel: (021) 3905920, Fax (62 21) 390 0652**

In the event that the Company's shareholders whose names are registered in the Shareholder Register on June 5, 2018, at 16.00 Western Indonesian Time have not obtained the Prospectus and Preemptive Rights Certificates and do not contact PT Sirca Datapro Perdana as the Company's SAB up to June 22, 2018, then all risks of losses shall not be the responsibility of PT Sirca Datapro Perdana or the Company, but shall remain as the responsibility of the concerned shareholder.